

Robert M. Daines

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| Employment | <p>Stanford Law School <i>2004-</i></p> <ul style="list-style-type: none"> • Associate Dean for Global and Graduate Programs • Pritzker Professor of Law and Business • Professor of Finance, Stanford Graduate School of Business (by courtesy) • Senior Faculty, Rock Center for Corporate Governance at Stanford <p>NYU School of Law Professor of Law <i>1997-04</i></p> <p>Yale Law School Visiting Professor <i>2001</i></p> <p>Columbia Law School Visiting Olin Fellow <i>1999</i></p> <p>Goldman Sachs & Company Investment Banking, Leveraged Finance <i>1993-97</i></p> <p>Hon. Ralph K. Winter, United States Court of Appeals for the Second Circuit Law Clerk <i>1992-93</i></p> |
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| Teaching | <p>Corporate Law, Corporate Finance, Mergers and Acquisitions, Corporate Governance, Deals: The Law and Economics of Complex Transactions, International Business Transactions, Regulation and Litigation</p> <p>Awarded Stanford Law School's JBH Award for Excellence in Teaching</p> <p>University Committee on Review of Undergraduate Majors</p> <p>University Committee on Graduate Studies</p> <p>Stanford Long Range Planning, Global Strategic Plan</p> <p>Chair, Stanford University Advisory Panel on Investment Responsibility and Licensing</p> <p>Chair, Law School Admissions and Faculty Appointments</p> |
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| Education | <p>Yale Law School <i>1993</i></p> <ul style="list-style-type: none"> • Postgraduate research on property and tort reform <p>Yale Law School (J.D.) <i>1989-92</i></p> <ul style="list-style-type: none"> • John M. Olin prize for best paper on law, economics and public policy • Lead and Executive Editor, Yale Journal on Regulation <p>Brigham Young University <i>1985-89,</i></p> <ul style="list-style-type: none"> • BS Economics, BA American Studies – University Honors, Highest Distinction <i>1982-83</i> • Student Body President |
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Professional

Current or former:

- Member, NASDAQ Stock Market Review Council
- Chair of the Corporate and Securities Law section of the American Law and Economics Association
- Chair of the Law and Economics Section of the Association of American Law Schools
- Program Committee for Conference on Empirical Legal Scholarship

Referee for:

- Journal of Finance
- Journal of Financial Economics
- Journal of Law and Economics
- Journal of Law, Economics and Organization
- Financial Management
- Journal of Legal Studies
- American Law and Economics Review

Research and Publications

1. Sanjai Bhagat and Robert Daines, Recent Developments in Executive Compensation Research, Oxford Research Encyclopedia of Economics and Finance, (draft).
2. Robert Daines, Shelley Xin Li, and Charles C.Y. Wang, Can Staggered Boards Improve Value? Evidence from the Massachusetts Natural Experiment, Contemporary Accounting Research, (forthcoming 2021).
3. Robert Daines, Grant Richard McQueen and Robert J. Schonlau, Right on Schedule: CEO Option Grants and Opportunism, 53 Journal of Financial and Quantitative Analysis, (2018).
4. Robert Daines, Shelley Xin Li, and Charles C.Y. Wang, Can Staggered Boards Improve Value? Evidence from the Massachusetts Natural Experiment, (working paper) (September 2015).
5. Robert M. Daines and Olga Koumrian, Merger Lawsuits Yield High Costs and Questionable Benefits, New York Times Dealbook, (June 8, 2012).
6. Robert M. Daines and Tyler Shumway, Pornography and Divorce, (7th Annual Conference on Empirical Legal Studies Paper) (June 4, 2012).
7. Robert M. Daines and Charles M. Jones, Truth or Consequences: Mandatory Disclosure and the Impact of the 1934 Act, (draft working paper) (May 2012).
8. Robert M. Daines and Olga Koumrian, Recent Developments in Shareholder Litigation Involving Mergers and Acquisitions. March 2012 Update, Cornerstone Research, (2012).
9. Robert M. Daines, Ian D. Gow and David F. Larcker, Rating the Ratings: How Good Are Commercial Governance Ratings?, 98 Journal of Financial Economics 439, (2010).

10. Robert M. Daines and Charles Jones, Mandatory Disclosure, Information Asymmetry and Liquidity: The Effect of the 1934, (working paper) (2010).
11. Robert M. Daines and Michael Klausner, Economic Analysis of Corporate Law, in *The New Palgrave Dictionary of Economics*, Lawrence E. Blume & Stephen Durlauf, eds., New York: Macmillan, 2nd ed., (2008).
12. Robert M. Daines and Davina Drabkin, PeopleSoft Finally Accepts Oracle's Offer(B), Stanford: Stanford Graduate School of Business, (2006).
13. Robert M. Daines and Davina Drabkin, Oracle's Hostile Takeover of PeopleSoft(A), Stanford: Stanford Graduate School of Business, (2006).
14. Robert M. Daines, The Good, the Bad, and the Lucky: CEO Pay and Skill, Stanford Lawyer, (Spring 2005), p. 41.
15. Robert M. Daines, Vinay B. Nair and Lewis A. Kornhauser, The Good, The Bad, And The Lucky: CEO Pay and Skill, University of Pennsylvania Institute for Law and Economics, Research Paper Series, (2005).
16. Robert M. Daines & Michael Klausner, Agents Protecting Agents: An Empirical Study of Takeover Defenses in Spinoffs, Stanford University Law School, (working paper) (December 16, 2004).
17. Robert M. Daines, Do classified boards affect firm value? Takeover defenses after the pill, (revise and resubmit, Journal of Financial and Quantitative Analysis).
18. Robert M. Daines, The Incorporation Choices of IPO Firms (Initial Public Offerings), 77 New York University Law Review 1559-1611, (2002).
19. Robert M. Daines, Does Delaware Law Improve Firm Value?, 62 Journal of Financial Economics 525-558, (2001) (*All Star Paper*).
20. Robert M. Daines & Michael Klausner, Do IPO Charters Maximize Firm Value? Antitakeover Protection in IPOs, 17 Journal of Law, Economics, & Organization 83, (2001).
21. Robert M. Daines, Is There a Delaware Premium?, 21 Corporate Board 22-26, (May/June 2000).
22. Robert M. Daines & Scott Naatjes, Measuring Legal Change, (working paper) (1997).
23. Robert M. Daines & Jon Hanson, The Corporate Law Paradox: The Case for Restructuring Corporate Law (Book Review of The Economic Structure of Corporate Law, by Frank H. Easterbrook and Daniel R. Fischel, 102 Yale Law Journal 577-637, (1992).

Expert Testimony

Deposition in re The State of Washington v. StarKist Company; Dongwon Industries Co., Ltd; and Christopher Lischewski, Superior Court of Washington for King County, Case No. 20-2-09491 SEA, (2021)

Remote Videoconference Deposition in re WeWork Litigation, In the Court of Chancery of the State of Delaware, C.A. No. 2020-0258-AGB, (2021)

Deposition in re Simon Property Group, Circuit Court for the Sixth Judicial Circuit for the State of Michigan, Oakland County, Case No. 2020-181675-CB, (2020)

Confidential Remote Videotaped Deposition in re Willis Towers Watson Plc Proxy Litigation, United States District Court, Eastern District of Virginia, Alexandria Division, Civil No. 1:17-cv-01388-AJT-JFA, (2020)

Expert Declaration in Support of the Special Committee's Opposition to The We Company's Motion for Leave to Dismiss the Complaint Pursuant to Court of Chancery Rule 41(a) in re The WE Company v. SoftBank Group Corp. and SoftBank Vision Fund (AIV M1)L.P., a Delaware limited partnership, In the Court of Chancery of the State of Delaware, Case No. 2020-0258-AGB (2020)

Deposition in re Packaged Seafood Products Antitrust Litigation, United States District Court for the Southern District of California, Case No. 15-MD-2670 JLS MDD, (2019)

Deposition in re Payment Card Interchange, United States District Court Eastern District of New York, Master File No. 1:05-MD-1720-JG-JO, (2019)

Deposition in re Newport Corporation Shareholder Litigation, Eighth Judicial District Court for the State of Nevada in and for the County of Clark, Lead Case No. A-16-733154-C, (2019)

Deposition in re Syngenta AG MIR162 Corn Litigation (Louis Dreyfus Company Grains Merchandising LLC v. Syngenta AG, No. 2:16-cv-02788-JWL-JPO), United States District Court for the District of Kansas, Master File No. 2:14-MD-02591-JWL-JPO, MDL No. 2591, (2019)

Expert Declaration and Supplemental Declaration in re: Kalman Isaacs, et al. v. Elon Musk and Tesla, Inc., United States District Court for the Northern District of California, Case No. 3:18-cv-04865-EMC, (2018)

Deposition in re Syngenta AG MIR162 Corn Litigation, United States District Court for the District of Kansas, Master File No. 2:14-MD-02591-JWL-JPO, MDL No. 2591, (2017)

Deposition in re Allergan, Inc. Proxy Violation Securities Litigation, United States District Court, Central District of California, Southern District, Case No. 8:14-cv-2004-DOC (ANx), (2017)

Deposition in re Robert Englehart, et al., v. Charles M. Brown, et al., Superior Court for the State of Washington in and for King County, Case No. 13-2-33726-6 KNT, (2016)

Deposition in re Monster LLC v. Beats Electronics LLC, et al., Superior Court for the State of California, County of Los Angeles, Case No. BC595235, (2016)

Deposition in re Musashi, LLC, et al., v. Virgin Media Inc., Superior Court of the State of New Jersey, County of Morris, Civil Action No. MRS-L-734-13, (2016)

Deposition in re Tibco Software, Inc. Stockholders Litigation, In the Court of Chancery of the State of Delaware, Consolidated C.A. No. 10319-CB, (2016)

Declaration in re Allergan, Inc. Proxy Violation Securities Litigation, United States District Court, Central District of California, Southern District, Case No. 8:14-cv-2004- DOC (ANx), (2016)

Direct Testimony in re Natural Blue Resources, Inc., James E. Cohen, and Joseph A. Corazzi, Respondents, SEC Administrative Proceeding, File No. 3-15974, (2015)

Deposition and Trial Testimony in re United States v. BP Exploration & Production, Inc., et al., Penalty Phase, United States District Court, Eastern District of Louisiana, Civil Action No. 10-MD-02179-CJB-SS, (2014), (2015)

Deposition and Trial Testimony in re Starr International Company, Inc., et al., v. The United States, U.S. Court of Federal Claims, Civil Action No. 11-CV-00779 (TCW), (2014), (2014)

Deposition in re Allergan, Inc., et al., v. Valeant Pharmaceuticals International, Inc. et al., United States District Court, Central District of California, Southern Division, Santa Ana, Case No.: 8:14-cv-01214-DOC-(ANX), (2014)

Expert Declaration in re Allergan, Inc., et al., v. Valeant Pharmaceuticals International, Inc. et al., United States District Court, Central District of California, Southern Division, Santa Ana, Case No.: 8:14-cv-01214-DOC-(ANx), (2014)

Deposition in re R. Mancuso v. The Clorox Company et al., Superior Court of California, County of Alameda, Civil Action No. RG12-651653, (2013)

Deposition in re Intermec, Inc. Shareholder Litigation, Superior Court of Washington in and for Snohomish County, Civil Action No. 12-2-01841-1, (2013)

Deposition and Trial Testimony in re The matter of the application of The Bank of New York Mellon et al., Supreme Court of The State of New York, County of New York, Civil Action No. 651786/2011, (2012), (2013)

Declaration in re Intermec, Inc. Shareholder Litigation, Superior Court of Washington in and for Snohomish County, Civil Action No. 12-2-01841-1 (2013)

Declaration in re Natalie Gordon, et al., v. Microsoft Corporation, et al., Superior Court of Washington, County of King, Case No. 12-2-33448-0 SEA, (2012)

Declaration in re Randall R. Mancuso, et al., v. The Clorox Company et al., Superior Court of California, County of Alameda, Civil Action No. RG12-651653, (2012)

Declaration in re Natalie Gordon, et al., v. Symantec Corporation, et al., Superior Court of the State of California, Country of Santa Clara, Case No. 1-12-CV-231541, (2012)

Deposition in re Securities and Exchange Commission v. Alfred S. Teo, Sr. et al., United States District Court District of New Jersey, 04 CIV 1815, (2011)